

**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

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In re :
: Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, *et al.*, :
: Chapter 11
: :
Debtors : Jointly Administered
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SO ORDERED STIPULATION

WHEREAS, on May 14, 2012, the debtors in the above-captioned jointly administered bankruptcy case (collectively, the “Debtors”) filed petitions for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”);

WHEREAS, on December 20, 2012, Massachusetts Mutual Life Insurance Company (“MassMutual”) filed the *Motion of Massachusetts Mutual Life Insurance Company Seeking Limited Discovery from the Debtors and Relief from Stay Imposed by the FHFA Order* (the “Motion”) in the Bankruptcy Court;

WHEREAS, MassMutual set the deadline for Debtors to object to the Motion for January 2, 2013 at 4:00 p.m. (Eastern);

WHEREAS, MassMutual and the Debtors have agreed on an extension of the deadline for objections to the Motion;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and between the Debtors and MassMutual (collectively, the “Parties”) as follows:

1. The date by which the Debtors must file any objections to the Motion is extended through and including January 9, 2013. The foregoing extension is without prejudice to the Debtors' right to seek further extensions and MassMutual's right to oppose any requests for further extensions.
2. The Bankruptcy Court shall retain jurisdiction to hear all matters or disputes arising from or related to this Stipulation and Order.
3. This Stipulation and Order may not be altered, modified or changed except by a writing signed by the Parties.
4. This Stipulation and Order may be executed in multiple counterparts, each of which shall be deemed an original but all of which when taken together shall constitute one and the same instrument.
5. This Stipulation and Order will be effective immediately upon approval by the Court.
6. Each person who executes this Stipulation and Order on behalf of a Party hereto represents that he or she is duly authorized to execute this Stipulation and Order on behalf of such Party.

[signature page follows]

Dated: January 2, 2013

QUINN, EMANUEL, URQUHART &
SULLIVAN, LLP

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*Counsel for Residential Capital, LLC
and Residential Funding Company, LLC*

SO ORDERED this 2nd day
of January, 2013

/s/Martin Glenn

MARTIN GLENN
United States Bankruptcy Judge